

## ADDENDUM

This Addendum (the "Addendum") is made and entered into by and between Priority Dispatch Corp., ("PDC") and the City of Durham (the "Customer"). PDC and Customer are collectively referred to herein as the "Parties" or individually as a "Party."

## BACKGROUND

- A. PDC is in the business of developing, licensing, distributing, and maintaining its proprietary emergency dispatch licensed products and services throughout the world.
- B. Customer provides emergency dispatching (i.e. 911) for the residents and transient population of Durham, North Carolina and its surrounding areas.
- C. Customer has been a long-time user of the Medical Priority Dispatch System ("MPDS"), both in cardset and software form ("ProQA"). The Parties entered into a Client License Agreement (the "Agreement") for the use of ProQA on March 19, 2003, which is attached hereto.
- D. The Parties now desire to enter into this Addendum to include the Fire Priority Dispatch System ("FPDS") and the Police Priority Dispatch System ("PPDS") to the existing Client License Agreement.

The Parties agree as follows:

- 1. This Addendum is hereby attached to and made part of the Agreement.
- 2. Any reference in the Agreement to the MPDS shall now also include a reference to the PPDS and FPDS. Thus, all rights, obligations, and restrictions granted to the Customer in and to the MPDS shall now also extend to the PPDS and FPDS. In addition, any reference to emergency medical dispatcher(s) shall include, as appropriate, emergency police and emergency fire dispatcher(s).
- 3. Any reference to the NAEMD (National Academy of Emergency Medical Dispatch) is now changed to the NAED (National Academies of Emergency Dispatch).
- 4. The term "Software" shall also include any manual cardsets containing the MPDS, PPDS, and FPDS.

The Parties have executed this Addendum as of the last date below.

**PDC**

**City of Durham**

Signature:  \_\_\_\_\_

Signature: \_\_\_\_\_

Print Name: Brent Hawkins

Print Name: \_\_\_\_\_

Title: General Counsel

Title: \_\_\_\_\_

Date: 23 Jan 2012

Date: \_\_\_\_\_